

SHRI VASUPRADA PLANTATIONS LIMITED

Regd. Office: 21, Strand Road, Kolkata – 700 001

C : +91 (33) 2230 9601 • Email : info@svpl.in

Website: www.svpl.in • CIN : L01132WB1900PLC000292

TO THE MEMBERS OF THE COMPANY

POSTAL BALLOT NOTICE

(Pursuant to Sections 108 and 110 of the Companies Act, 2013 (the "Act") read with Rule 20 and 22 of the Companies (Management & Administration) Rules, 2014)

NOTICE IS HEREBY GIVEN that the Resolution set out hereunder is proposed to be passed through Postal Ballot by voting through electronic means ('remote e-voting').

The proposed resolution and the Explanatory Statement pursuant to Section 102(1) of the Act, read with Rules framed thereunder; setting out the material facts concerning the resolution mentioned in this Postal Ballot Notice ("Notice"), are annexed hereto.

In conformity with the regulatory requirements, Members are advised to cast their votes on the Resolution through remote e-voting, for which purpose they are requested to read carefully the instructions annexed to the Notice.

The Board of Directors of the Company at their meeting held on 10th November, 2025, have appointed Ms. Sweety Kapoor, Practising Company Secretary (Membership No. FCS: 6410; CP No: 5738) to act as the Scrutinizer for conducting the Postal Ballot through remote e-voting process in a fair and transparent manner.

The Company has engaged the services of Central Depository Services (India) Limited (hereinafter referred to as "CDSL" or "Service Provider") for facilitating e-voting to enable the Members to cast their votes electronically instead of dispatching postal ballot forms. In accordance with the MCA Circulars, the Company has made necessary arrangements with M/s. Maheshwari Datamatics Pvt. Ltd., Registrar and Share Transfer Agent ("RTA") of the Company to enable the Members to register their e-mail address. Those Members who have not yet registered their e-mail address are requested to register the same by following the procedure set out in this Notice. The postal ballot results will be submitted within 2 working days, from conclusion of the e-voting period to the stock exchanges in accordance with the SEBI Listing Regulations.

Remote e-voting period shall commence on Wednesday, 3rd December, 2025 (9:00 A.M. IST) and end on Thursday, 1st January, 2026 (5:00 P.M. IST) (both days inclusive). Members are requested to carefully read the instructions mentioned under the head 'General Information and Instructions for e-voting' in this Notice and record their assent ("FOR") or dissent ("AGAINST") on the proposed resolutions through e-voting process not later than 5:00 P.M. (IST) on Thursday, 1st January, 2026, failing which it will be considered that no reply has been received from the Member. The remote e-voting module shall be disabled by CDSL for voting thereafter.

The Scrutinizer will submit the results of the e-voting to the Chairman of the Company or any other authorized person of the Company after completion of the scrutiny of the e-voting. The results of the Postal Ballot along with the Scrutinizer's Report will also be displayed on the website of the Company at www.svpl.in, on the website of CDSL at www.evotingindia.com and shall also be displayed at the Registered Office of the Company while simultaneously being communicated to the Stock Exchange where the equity shares of the Company are listed i.e. BSE Ltd. at www.bseindia.com.

The Resolution, if approved by requisite majority, shall be deemed to have been passed on Thursday, 1st January, 2026, i.e. the last date specified for remote e-voting.

SPECIAL BUSINESS:

ITEM NO. 1

RE-APPOINTMENT OF MR. INDRAJIT ROY (DIN : 09760378), WHOLETIME DIRECTOR DESIGNATED AS EXECUTIVE DIRECTOR OF THE COMPANY

To consider and if thought fit, to pass the following resolution, as a Special Resolution:

"RESOLVED THAT based on the recommendation of the Nomination and Remuneration Committee and approval of the Board and pursuant to the provisions of Sections 196, 197, 198, 203 & other applicable provisions if any, of the Companies Act, 2013 read with Schedule V to the Act and the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 as amended from time to time, SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and applicable clauses of Articles of Association of the Company and subject to such other approvals as may be necessary, consent of the members of

the Company be and is hereby accorded for the re-appointment of Mr. Indrajit Roy (DIN: 09760378), Wholetime Director designated as Executive Director in the category of Key Managerial Personnel of the Company for a further term of three years commencing from 11th November, 2025 and whose period of office shall be liable to determination by retirement of directors by rotation on the terms and conditions of appointment and remuneration as set out in the Explanatory Statement annexed to the Notice."

"RESOLVED FURTHER THAT the Board of Directors (including any Committee thereof) be and is hereby authorized to determine the annual increment, vary the components of remuneration payable to Mr. Indrajit Roy, subject to such amounts not exceeding the limits set out in the explanatory statement annexed to the Notice, and that such remuneration shall be deemed to constitute the "minimum remuneration" within the meaning of Section 197 read with Schedule V of the Act, including any statutory modification(s) or re-enactment(s) thereof for the time being in force."

"RESOLVED FURTHER THAT the Board of Directors and/or Company Secretary of the Company, be and are hereby authorized severally to do and perform all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this Resolution."

Place: Kolkata
Date: November 10, 2025

By the Order of the Board
For Shri Vasuprada Plantations Limited
Sd/-
S. Bagree
Company Secretary
ACS No. 21047

NOTES:

1. In conformity with the regulatory requirements, the Postal Ballot Notice is being sent by electronic mode only to those Members, whose names appears in the Register of Members maintained by the Depositories viz., National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") as on Friday, 28th November, 2025 (the "Cut-Off Date") and who have registered their e-mail address, in respect of electronic holdings, with the Depository through the concerned Depository Participants and in respect of physical holdings, with the Registrar and Share Transfer Agent of the Company, Maheshwari Datamatics Pvt. Ltd. ("RTA"). Cut-Off Date is for determining the eligibility to vote by electronic means. A person who is not a member as on the Cut-Off Date or who becomes a Member of the Company after the Cut-Off Date should treat this Notice for information purpose only.
2. The voting rights for the equity shares of the Company are one vote per equity share, registered in the name of the Member. The voting rights of the Members shall be in proportion to the percentage of paid-up share capital of the Company held by them. In case of joint holders, only such joint holder who is higher in the order of names will be entitled to vote.
3. Dividends on 6% Non-Convertible Redeemable Preference Shares issued by the Company, have remained unpaid for 2 years and as such those Preference Shareholders have acquired voting rights for the resolution in this Postal Ballot Notice in line with the voting rights of the equity shareholders. Voting rights of one preference shareholder in relation to voting rights of one equity shareholder is directly proportional to the proportion between paid up capital in respect of preference shares and paid up capital in respect of equity shares.
4. A Member cannot exercise his/ her vote through proxy on postal ballot. However corporate and institutional Members shall be entitled to vote through their authorized representatives. Corporate and institutional members (are required to send scanned certified true copy (PDF Format) of the board resolution/authority letter, power of attorney together with attested specimen signature(s) of the duly authorized representative(s), to the Scrutinizer by email to scrutiniser@rediffmail.com.
5. Once the vote is cast, whether partially or otherwise, the Member shall not be allowed to change it subsequently or cast the vote again.
6. This Notice shall also be available on the website of the Company at www.svpl.in, on the websites of the Stock Exchange where the equity shares of the Company are listed i.e. BSE Limited at www.bseindia.com and on website of CDSL at www.evotingindia.com.
7. All the documents referred to in the explanatory statement will be available for inspection electronically until the last date for receipt of votes through the e-voting process. Members seeking to inspect such documents can send an email to investors@svpl.in

GENERAL INFORMATION AND INSTRUCTIONS FOR E-VOTING:

- (i) In compliance with the provisions of Section 108 of the Act, read with Rule 20 of Companies (Management and Administration) Rules, 2014, Regulation 44 of the SEBI Listing Regulations and MCA Circulars, Members are provided with the facility to cast their vote electronically through e-voting services provided by CDSL on the resolution set forth in this notice.
- (ii) The e-voting period begins on Wednesday, 3rd December, 2025 (9:00 A.M. IST) and ends on Thursday, 1st January, 2026 (5:00 P.M. IST) (both days inclusive). During this period, Members holding shares either in physical form or in dematerialized form, as on the Cut-off Date Friday, 28th November, 2025 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the Members, he / she shall not be allowed to change it subsequently or cast vote again.
- (iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9 December, 2020 and under Regulation 44 of the SEBI Listing Regulations, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and E-mail ID in their demat accounts in order to access e-voting facility.

Pursuant to aforesaid SEBI Circular, Login method for e-voting for Individual shareholders holding securities in Demat mode is given below:

Type of Shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"> 1) Users who have opted for CDSL's Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit www.cdslindia.com and click on Login icon & My Easi New (Token) Tab. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at www.cdslindia.com and click on Login icon & My Easi New (Token) Tab and then click on registration option. 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with NSDL	<ol style="list-style-type: none"> 1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your 16 digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 4) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Individual Shareholders (holding securities in demat mode) login through their Depository Participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the e-Voting period.
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Important note: Shareholders who are unable to retrieve User ID/ Password are advised to use “Forget User ID” and “Forget Password” option available at abovementioned website.

- (iv) Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e., CDSL and NSDL.

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Shareholders facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. : 1800 21 09911.
Individual Shareholders holding securities in Demat mode with NSDL	Shareholders facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at : 022-4886 7000 and 022-2499 7000

- (v) Login method for e-voting for Shareholders other than individual Shareholders holding shares in Demat form and Physical Shareholders.

- The Shareholders should log on to the e-Voting website www.evotingindia.com.
- Click on “Shareholders” module.
- Now enter your User ID
 - For CDSL: 16 digits beneficiary ID
 - For NSDL: 8 Character DP ID followed by 8 Digits Client ID
 - Shareholders holding shares in Physical Form should enter Folio Number registered with Company.
- Next enter the Image Verification as displayed and Click on Login
- If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-Voting of any company, then your existing password is to be used
- If you are a first-time user follow the steps given below:

For Shareholders other than individual Shareholders holding shares in Demat form and Physical Shareholders	
PAN	Enter your 10 digit alpha-numeric “PAN” issued by Income Tax Department (Applicable for both demat Shareholders as well as physical Shareholders) Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. If both the details are not recorded with the depository or company, please enter the Member id / folio number in the Dividend Bank details field.

- After entering these details appropriately, click on “SUBMIT” tab.
- Shareholders holding shares in physical mode will then directly reach the Company selection screen. However, Shareholders holding shares in demat mode will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat account holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-Voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For Shareholders holding shares in physical mode, the details can be used only for e-Voting on the resolutions contained in this Notice.
- Click on the EVSN for < Shri Vasuprada Plantations Limited> on which you choose to vote.
- On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

- l. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
 - m. After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
 - n. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
 - o. You can also take a print of the votes cast by clicking on "Click here to print" option on the voting page.
 - p. If a demat account holder has forgotten the login/password, then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
 - q. Facility for Non – Individual Shareholders and Custodians –For e-voting
 - Non-Individual Shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer at scrutiniser@rediffmail.com and to the Company at the email address viz: investors@svpl.in, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.
- (vi) PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/ DEPOSITORIES
- For Physical Shareholders- Please provide necessary details like Folio No., Name of Shareholders, scanned copy of the share certificate (front and back), PAN (self- attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to mdpldc@yahoo.com.
 - For Demat Shareholders - Please update your email id & mobile no. with your respective Depository Participant.
 - For Individual Demat Shareholders - Please update your email id & mobile no. with your respective Depository Participant which is mandatory while e-voting through Depository.

In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com under help section or write an e-mail to helpdesk.evoting@cdslindia.com or contact Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futorex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call toll free no. 1800 21 09911.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

ITEM NO. 1

Mr. Indrajit Roy, Director (DIN: 09760378) has been associated with the Company since October 20, 2022. The Board of Directors of the Company based on the recommendation of Nomination & Remuneration Committee at their meeting held on November 10, 2025, re-appointed Mr. Indrajit Roy as Wholtime Director designated as Executive Director in the category of Key Managerial Personnel of the Company with effect from November 11, 2025 for a further term of 3 (Three) years, subject to approval of the shareholders.

For the purpose an Agreement has been entered into by the Company with Mr. Indrajit Roy on November 10, 2025. The main terms and conditions of appointment in the said Agreement are furnished below:

- a) Salary: ` 5,00,000/- per month in the range of ` 5,00,000/- to ` 12,00,000/- per month.
- b) Commission: Such commission on net profits, as may be decided by the Board of Directors including a Committee thereof in its absolute discretion for each financial year or part thereof subject to section 197 read with Schedule V.

c) The Executive Director shall also be entitled to perquisites and allowances in accordance with the rules of the Company, as approved by the Board of Directors including a Committee thereof.

d) Sri Indrajit Roy shall not be paid any sitting fees for attending the meetings of the Board of Directors or Committees thereof.

e) Sri Roy will be liable to retire by rotation so long as he functions as Executive Director of the Company provided that if he vacates office by retirement by rotation under the provisions of the Companies Act 2013 at any Annual General Meeting and is re-appointed as a Director at the same meeting, he shall not, by reason only of such vacation, cease to be the Executive Director. He shall cease to be Executive Director of the Company if he ceases to hold the office as a director of the Company for any reason whatsoever.

f) In the event of absence or inadequacy of profits in any financial year during his tenure, the above mentioned remuneration shall be deemed to constitute the "minimum remuneration" within the meaning of Section 197 read with Schedule V of the Act, including any statutory modification(s) or re-enactment(s) thereof for the time being in force.

Sri Indrajit Roy is not disqualified from being appointed as Director in terms of Section 164 of the Act, neither debarred from holding the office of director pursuant to any SEBI order.

Details of Sri Indrajit Roy is provided in the Notice pursuant to the provisions of (i) the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and (ii) Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India.

Except the appointee Director and his relatives, none of the Directors or Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 1.

The Board recommends the resolution set out in Item No. 1 of the Notice to the Members for their consideration and approval, by way of Special Resolution.

INFORMATION REQUIRED TO BE DISCLOSED UNDER SECOND PROVISIO TO SECTION II OF PART II OF SCHEDULE V OF THE COMPANIES ACT, 2013 (“ACT”):

(i) The proposed remuneration payable to Mr. Indrajit Roy has been approved by a resolution of the Nomination and Remuneration Committee and the Board of Directors respectively.

(ii) The Company has not committed any default in payment of dues to any bank or public financial institution or non - convertible debenture holders or any other secured creditor.

(iii) Consent of the Members through Special Resolution is being sought for remuneration to be paid for three years to Mr. Indrajit Roy.

(iv) A statement containing further information is set out hereunder:

I. General Information

1. Nature of the Industry : Plantation.
 2. Date of commencement of commercial production : 07-08-1874
 3. In case of new companies expected date of commencement of activities as per project approved by the financial institutions appearing in the prospectus : Not applicable
 4. Financial Performance based on given indicators : As per Audited Standalone Financial Results for the year ended.
- (` in lacs)

Financial Performance	31 st March, 2025	31 st March, 2024	31 st March, 2023
Total Revenue from operations (Net)	12257.99	9735.98	10223.21
Profit/(Loss) before Interest, Depreciation & Tax (PBIDTA)	793.69	(452.59)	(690.23)
Profit/(Loss) before Depreciation & Tax (PBDT)	1191.37	(269.22)	(408.44)
Profit/(Loss) before Tax (PBT)	630.41	(927.70)	(1110.90)
Profit/(Loss) after Tax (PAT)	568.66	(830.96)	(963.48)

5. Foreign Investments or Collaborators, if any : Nil

II. Information about the appointee

1. Background details : Mr. Indrajit Roy, aged about 64 years is a B. Com Graduate and holds Diploma in Export Management. He has over four decades experience in tea industry and specializes in plantation management, marketing & sales, tea tasting & blending and has connections with large Indian & global tea buyers.
2. Past Remuneration : ` 78.47 lacs per annum.
3. Recognition or awards : Nil
4. Job Profile and suitability : Mr. Indrajit Roy is Wholetime Director designated as Executive Director in the category of Key Managerial Personnel since 11-11-2022.
He has perfect palate for tea tasting which guides in proper valuation of high value teas and improved tea sales realisation. He is having adequate experience in plantation industry with respect to planning, executing long term business plans, directing, overseeing and managing all aspects of marketing and sales process including forecasting and budgets and as such his reappointment shall be beneficial to the Company.
5. Remuneration Proposed : As stated in Explanatory Statement of this Notice.

6. Comparative Remuneration profile with respect to industry, size of the industry, size of the Company, profile of the position and person (in case of expatriates, the relevant details with reference to the country of his/her origin) : The Nomination and Remuneration Committee had taken into consideration the size and nature of business of the Company and the proposed remuneration to Mr. Indrajit Roy is as per industry standard and is purely based on merits.
7. Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel or other director, if any : Mr. Roy is not related to any of the Directors or Key Managerial Personnel of the Company. Except to the extent of his remuneration as above, he has no pecuniary relationship directly or indirectly with the Company.

III. Other Information

1. Reason for loss or inadequate profit : Plantation industry is passing through a difficult phase. Wage costs and prices of other inputs have gone up substantially without any corresponding increase in sale price due to factors beyond the control of the management.
2. Steps taken or proposed to be taken for Improvement. : The Company is taking continuous steps for improving the quality which would help in better price realization, rationalization of manpower and undertaking capital management exercise to reduce overall borrowing limits.
3. Expected increase in productivity and profits in measurable terms : Both productivity and profitability are expected to increase by 5 – 10% over the tenure.

Details of Directors seeking re-appointment [Pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SS-2 – Secretarial Standards on General Meeting]

Name of Director	Mr. Indrajit Roy
Director Identification Number (DIN)	09760378
Date of Birth	6 th July, 1961 / 64 years
Nationality	INDIAN
Date of first appointment on Board	20 th October, 2022
Designation	Executive Director
Qualifications	Graduate
Expertise in specific functional areas	He is a B. Com Graduate and holds Diploma in Export Management. He is having 44 years of varied and wide ranging experience in Plantation industry with respect to planning, executing long term business plans, directing, overseeing and managing all aspects of marketing and sales process.
Directorships held in other Companies including listed companies and excluding foreign companies as on date of this Notice ^Listed Company	Nil
Name of listed entities from which the person has resigned in the past three years.	Nil
Membership /Chairmanship of Committees of the Board of the Company	Nil
Memberships / Chairmanships of committees of other listed companies *	Nil
Inter-se relationship with other Directors and Key Managerial Personnel	Nil
Number of shares held in the Company	Nil
Terms and conditions of appointment/re-appointment	Mr. Indrajit Roy is being re-appointed as a Wholetime Director designated as Executive Director of the Company for a further period of three years and shall be liable to retire by rotation.
Details of remuneration last drawn	₹ 78.47 lacs per annum.
Details of remuneration sought to be paid	As stated in explanatory statement of this Notice
Number of meetings of the Board attended during the Financial Year 2024-2025 and 2025-2026	2024-2025 - 4 out of 4 2025-2026 - 3 out of 3

* Committee positions only of Audit Committee and Stakeholders Relationship Committee in public companies have been considered.

By the Order of the Board
For Shri Vasuprada Plantations Limited
Sd/-
S. Bagree
Company Secretary
ACS No. 21047

Place: Kolkata
Date: November 10, 2025